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LOUVICOURT GOLDFIELD CORPORATION

(No Personal Liability)

NOTICE OF ANNUAL GENERAL MEETING

To the Shareholders:

TAKE NOTICE that the Annual General Meeting of the Shareholders of LOUVICOURT GOLDFIELD CORPORATION (No Personal Liability) will be held in the Red Room of the Windsor Hotel, Dominion Square, Montreal, Quebec, on Wednesday, the 26th day of June, 1968, at the hour of 12:00 o'clock Noon, Daylight Saving Time, for the following purposes:—

1. To receive the Directors' Report and Financial Statements.
2. To elect Directors for the ensuing year.
3. To appoint Auditors.
4. To transact such other business as may properly become before the Annual General Meeting of Shareholders.

Each Shareholder who will not be able to be personally present is respectfully requested to date, sign and return the enclosed Proxy to the undersigned.

A copy of the Directors' Report and Financial Statements to be submitted to such Meeting is forwarded herewith.

DATED the 4th day of June, 1968.

By Order of the Board,

P. C. FINLAY,
Secretary.

LOUVICOURT GOLDFIELD CORPORATION

(No Personal Liability)

INFORMATION CIRCULAR

This Information Circular is furnished in connection with the solicitation of proxies by the Management of the Company for use at the Annual General Meeting of the Shareholders of the Company to be held on Wednesday, the 26th day of June, 1968, and at any adjournment or adjournments thereof.

The cost of solicitation will be borne by the Company. The solicitation will be primarily by mail, but proxies will also be solicited by regular employees of the Company. No remuneration will be paid to any person for soliciting proxies, but the Company may, upon request, pay to certain brokerage firms, fiduciaries or other persons holding shares in their names for others, the charges entailed for sending out proxies to the persons for whom they hold shares.

PROVISIONS RELATING TO VOTING

Shareholders of record at the time of the holding of the Meeting will be entitled to one vote for each share held. The Company has outstanding 5,250,000 shares of its capital stock. A Shareholder who has given a proxy may revoke it at any time prior to its use either — (a) by signing a proxy bearing a later date and delivering it to the Secretary of the Company, or (b) by signing written notice of revocation and delivering it to the Secretary of the Company or the Chairman of the Meeting.

On any poll, the persons named in the form of proxy will vote the shares in respect of which they are appointed, in accordance with the directions contained in the proxy. In the absence of any directions, the proxies given will be voted, on a poll, for the election of directors and the appointment of auditors.

The Company has been informed that Newlund Mines Limited beneficially owns, directly or indirectly, 714,875 shares or approximately 13.6% of the issued and outstanding shares of the Company.

ELECTION OF DIRECTORS

At the Annual General Meeting a Board of five Directors is to be elected, to hold office until the next Annual General Meeting of Shareholders or until their successors are elected, and it is the intention of the persons named in the enclosed form of proxy to vote such proxy for the election of the following persons, being the present Directors of the Company, who are standing for re-election.

The Management does not contemplate that any nominee will be unable to serve as a Director for any reason, but should this be the case, the persons named in the accompanying form of proxy reserve the right to vote for another person of their choice in his place and stead.

The names of all the Directors, their principal occupation or employment, the years in which they became Directors of the Company and the approximate number of shares of the Company beneficially owned by them, directly or indirectly, as of the 3rd day of June, 1968, are as follows:

<u>Name</u>	<u>Position with Company</u>	<u>Present Principal Occupation</u>	<u>Director since</u>	<u>Number of shares beneficially held</u>
Eric Cradock	President and Director	Stock Broker, Aurora, Ontario.	17 Sept., 1945	26,500
A. W. Johnston	Vice-President and Director	President, Augustus Explorations Ltd., Toronto, Ontario.	25 June, 1954	1

<u>Name</u>	<u>Position with Company</u>	<u>Present Principal Occupation</u>	<u>Director since</u>	<u>Number of shares beneficially held</u>
P. C. Finlay	Secretary-Treasurer and Director	Partner in the Legal Firm of Holden, Murdoch, Walton, Finlay, Robinson, Pepall & Harvey, Toronto, Ontario.	29 June, 1964	8,500
*E. D. Wright	Director	Chartered Accountant, Toronto, Ontario.	11 July, 1967	50,900
*J. R. Booth	Director	President, New Mylamaque Explora- tions Ltd., Toronto, On- tario.	11 July, 1967	100

*E. D. Wright and J. R. Booth were elected Directors on July 11th, 1967, to fill the vacancies created by the resignations of J. Albert Doyon and Wm. McKee.

Each of the above-named persons has held the principal occupation indicated for at least five years.

Eric Cradock, P. C. Finlay, E. D. Wright and J. R. Booth, Directors of the Company, are also Directors, Shareholders and Officers of Newlund Mines Limited which holds in excess of 10% of the common shares of the Company.

REMUNERATION OF MANAGEMENT AND OTHERS

(a) No remuneration was paid by the Company during the fiscal year ended December 31, 1967, to the Directors of the Company as such. The aggregate remuneration paid by the Company to the senior Officers as a group during the fiscal year ended December 31st, 1967, was \$4,800.00.

(b) The Company does not have any pension plan for the benefit of its officers or employees.

(c) During 1967 no options were granted by the Company on shares of its capital stock.

APPOINTMENT OF AUDITORS

The persons named in the enclosed form of proxy intend to vote for the reappointment of Beaulac, Hotte, Langlois, Bennett & Tetreault as Auditors of the Company, to hold office until the next Annual General Meeting of Shareholders. Beaulac, Hotte, Langlois, Bennett & Tetreault or its predecessors have been Auditors of the Company for more than five years.

OTHER MATTERS

The Management does not know of any other matters to be brought before the Meeting other than those hereinbefore set forth and in the Notice of the Meeting. However, if any other matters which are not now known to the Management should properly come before the Meeting, the accompanying proxy will be voted on such matters in accordance with the best judgment of the person or persons voting the proxy.

By Order of the Board,

Toronto, Ontario.
June 4th, 1968.

P. C. FINLAY,
Secretary.

